

P95000055012

AMERILAWYER®

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

700001538687
-07/17/95--01021--005
1750.00 **70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):
OTL CONCEPTS, INC.

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 17 PM 2:52

VICKIE J. WHITFIELD JUL 17 1995

Examiner's Initials

ARTICLES OF INCORPORATION
OF
OTL CONCEPTS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 17 PM 2:52

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **OTL CONCEPTS, INC.**, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 3109 Grand Avenue, #273, Coconut Grove, Florida 33133 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is Olav T. Smit whose address shall be the same as the principal office of the Corporation.

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Olav T. Smit
Secretary:	Olav T. Smit
Treasurer:	Olav T. Smit



ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Olav T. Smit

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.



8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.

8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 9 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 10 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 11 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.



ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 13 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 15 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 14 July 1995.



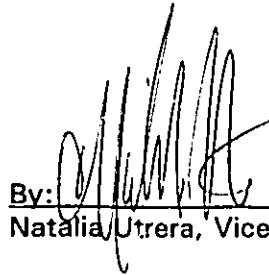
Olav T. Smit, Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 17 PM 2:52

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

The Law Firm Of Lawrence J. Spiegel,
Chartered doing business as
AmeriLawyer®



By: _____
Natalia Utrera, Vice President

ART11NC510



P95000055012

AMERILAWYER®

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

800001580228
-03/15/95--01010--036
*****35.00 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. OTL Concepts, Inc.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

RECEIVED
95 AUG 15 AM 10:46
FILED
95 AUG 15 PM 1:00
DIVISION OF CORPORATIONS
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OTL CONCEPTS, INC.**

95 AUG 15 PM 1:00
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

- FIRST:** Article 6 of the Articles of Incorporation of OTL CONCEPTS, INC. shall be amended to add **MARCUS T. LOVEN** whose address shall be 6295 Southwest 49 Street, Miami, Florida 33155 as Vice President of this Corporation.
- SECOND:** Article 7 of the Articles of Incorporation of OTL CONCEPTS, INC. shall be amended to add **MARCUS T. LOVEN** as Director of this Corporation.
- THIRD:** The date of the adoption of this amendment is the 14th day of August, 1995.
- FOURTH:** The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.
- FIFTH:** This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 14th day of August, 1995.



Olav T. Smit, Director

ARTAMEND.ADD



343 ALMERIA AVENUE • CORAL GABLES, FL 33134 • (305) 445-2700 • (800) 603-3900 • FACSIMILE (305) 447-8900
MAILING ADDRESS • POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479

P95000055012

ATTORNEY AT LAW
3250 MARY STREET
SUITE 400
COCONUT GROVE, FLORIDA 33100
(305) 442-4333
FAX (305) 442-0464

September 15, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

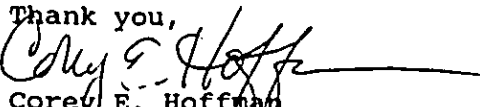
Re: Statement of Change of Registered Agent
OTL CONCEPTS, INC.

Dear Sir:

Enclosed please find Statement of Change of Registered Office of Registered Agent for OTL CONCEPTS, INC., along with check no. 3397 in the amount of \$35.00 for the filing of Statement of Change.

If you have any questions, please contact me at my office.

Thank you,


Corey E. Hoffman
Attorney at Law

CEH:mep

Encls. Check No. 3397

200001587832
-03/19/95--0105--006
*****35.00 *****35.00

SH SEP 21 1995

Change of RA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 18 PM 1:36

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: OTL CONCEPTS, INC.

1b. The mailing address of the corporation is : 3416 Main Hwy., Coconut Grove, FL
33133

1c. Date of incorporation: July 17, 1995 Document number: P9500055012

2. The name and address of the current registered agent and office:

The Lawfirm of Lawrence J. Spiegel, Chartered
d/b/a/ Amerilawyer
343 Almeria Ave, Coral Gables, FL 33134

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Corey E. Hoffman
3250 Mary St. #400
Coconut Grove, FL 33133

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Olav T. Smit
(Signature of an officer, chairman or
vice chairman of the board)

9/15/95
(Date)

Olav T. Smit, President
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Corey E. Hoffman
(Signature of Registered Agent)

8/6/95
(Date)

If signing on behalf of an entity:

Corey E. Hoffman
(Typed or Printed Name)

Attorney
(Capacity)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

SECRET
DIVISION OF
CORPORATIONS
95 SEP
1:36

P95000055012

CORREY E. HOFFMAN
ATTORNEY AT LAW
3250 HANY STREET
SUITE 400
COCONUT GROVE, FLORIDA 33001
(305) 442-4333
FAX (305) 442-0464

FILED
95 DEC 26 AM 9:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

December 6, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200001659602
-12/12/95--01046--005
*****35.00 *****35.00

Re: Amendment of Articles/
OTL CONCEPTS, INC.

Dear Sir/Madam:

Enclosed please my trust check no. 3536 in the amount of \$35.00 for filing of the Articles of Amendment to Articles of Incorporation of OTL Concepts, Inc.

If you have any questions, please contact me at my office.

Thank you,

Corey E. Hoffman
Corey E. Hoffman
Attorney at Law

CEH:mep

Encls. Trust Check No. 3536

Amend

VS JAN 3 1996



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 15, 1995

COREY E. HOFFMAN
3250 MARY STREET, SUITE 400
COCONUT GROVE, FL 33133

SUBJECT: OTL CONCEPTS, INC.
Ref. Number: P95000055012

We have received your document for OTL CONCEPTS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 195A00054330

COREY E. HOFFMAN
ATTORNEY AT LAW
3250 MARY STREET
SUITE 400
COCONUT GROVE, FLORIDA 33009
(305) 442-4333
FAX (305) 442-0464

December 22, 1995


Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Amendment of Articles/
OTL CONCEPTS, INC.

Dear Sir/Madam:

Enclosed please find corrected Articles of Amendment to Articles of Incorporation of OTL CONCEPTS, INC. pursuant to your request of letter dated December 15, 1995.

If you have any questions, please contact me at my office.

Thank you,

Corey E. Hoffman
Attorney at Law

CEH:mep

RECEIVED
95 DEC 26 AM 10:26
DIVISION OF CORPORATIONS

P95000055012

COREY E. HOFFMAN
ATTORNEY AT LAW
3250 MARY STREET
SUITE 400
COCONUT GROVE, FLORIDA 33133
(305) 442-4333
FAX (305) 442-0464

March 19, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Amendment of Articles/
OTL CONCEPTS, INC.

200001754742...
-03/22/96--01087--007
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed please find my office check no. in the
amount of \$35.00 for filing of the Articles of Amendment to
Articles of Incorporation of OTL Concepts, Inc.

If you have any questions, please contact me at my
office.

Thank you,
Corey E. Hoffman
Corey E. Hoffman
Attorney at Law

CEH:mep

Encls.

FILED
96 MAR 22 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
HFF
3-27-96

FILED

96 MAR 22 PM 12: 08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OTL CONCEPTS, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation as follows:

FIRST: AMENDMENT(S) ADOPTED:

ARTICLE SEVENTH: Article 7, Paragraph 7.1., of the Articles of incorporation of OTL CONCEPTS, INC. shall be amended to ~~decrease~~ the maximum number of shares outstanding at any time is TWO HUNDRED (200) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).

SECOND: AMENDMENT(S) ADOPTED:

ARTICLE FIFTH: Article 5 of the Articles of incorporation of OTL CONCEPTS, INC. shall be amended to resign OLAV T. SMIT as Vice President of this Corporation.

ARTICLE FIFTH: Article 5 of the Articles of incorporation of OTL CONCEPTS, INC. shall be amended to name WILLIAM CHRISMAN McMILLAN as Vice President of this Corporation.

THIRD: THE DATE OF ADOPTION OF THE AMENDMENT(S) WAS: 02/12/96

FOURTH: ADOPTION OF AMENDMENT (CHECK ONE)

☒ The amendments were adopted by the shareholders entitled to vote unanimously.

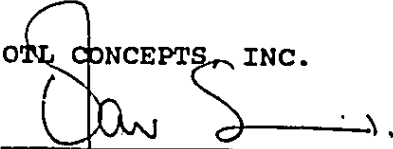
☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the Board of Directors.

FIFTH: EFFECTIVE DATE OF AMENDMENTS

These Amendment(s) shall be effective upon the
filing with the Secretary of State of Florida.

DATED FEBRUARY 14, 1996.

OTL CONCEPTS, INC.



OLAV T. SMIT, President

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OTL CONCEPTS, INC.

FILED
95 DEC 26 AM 9:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation as follows:

FIRST: AMENDMENT(S) ADOPTED:

ARTICLE SIXTH: Article 6 of the Articles of incorporation of OTL CONCEPTS, INC. shall be amended to resign **MARCUS T. LOVEN** as Vice President of this Corporation.

ARTICLE SIXTH: Article 6 of the Articles of incorporation of OTL CONCEPTS, INC. shall be amended to add **OLAV T. SMIT** as Vice President of this Corporation.

SECOND: AMENDMENT(S) ADOPTED:

ARTICLE SEVENTH: Article 7 of the Articles of incorporation of OTL CONCEPTS, INC. shall be amended to resign **MARCUS T. LOVEN** as Director.

THIRD: THE DATE OF ADOPTION OF THE AMENDMENT(S) WAS: 10/30/95

FOURTH: ADOPTION OF AMENDMENT (CHECK ONE)

☒ The amendments were adopted by the shareholders entitled to vote unanimously.

☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the Board of Directors.

FIFTH: EFFECTIVE DATE OF AMENDMENTS

These Amendment(s) shall be effective upon the filing with the Secretary of State of Florida.

DATED Nov. 27, 1995.

OTL CONCEPTS, INC.

OLAV T. SMIT, President